

7522
RECORDATION NO. 7522-C Filed & Recorded

AUG 11 1975 - 2 30 PM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENT No. 1 dated as of July 1, 1975, among WELLS FARGO BANK, National Association, as Trustee (hereinafter called the Trustee), and EXCHANGE NATIONAL BANK OF CHICAGO (hereinafter called the Company), a National banking association organized under the laws of the United States, as Owner-Trustee pursuant to an Owner Trust Agreement dated as of May 1, 1974, with certain equity investors and CANADIAN NATIONAL RAILWAY COMPANY (hereinafter called the Lessee).

WHEREAS the Trustee and the Company have entered into an Equipment Trust Agreement dated as of May 1, 1974 (hereinafter called the Equipment Trust Agreement), covering the sale, assignment and transfer to the Trustee of title to the railroad equipment described in Schedule I thereto (hereinafter called the Equipment or the Units);

WHEREAS the Company and the Lessee have entered into a Lease of Equipment dated as of May 1, 1974 (hereinafter called the Lease), leasing the above-mentioned Units;

WHEREAS the Trustee and the Company now desire to supplement the Equipment Trust Agreement as provided therein to set forth the Equipment specifically covered thereby by deleting from Schedule I to the Equipment Trust Agreement certain Equipment described therein; and

WHEREAS the Company and the Lessee now desire to supplement the Lease as provided therein to set forth the Units specifically covered thereby by deleting from Schedule I to the Lease certain Units described therein;

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained, the parties hereto hereby agree as follows:

1. Schedule I of the Equipment Trust Agreement is hereby amended to include only the Equipment described in Schedule I hereto.

2. Schedule I of the Lease is amended to include only the Units described in Schedule II hereto.

3. The Company will promptly cause this Supplement No. 1 to be filed, recorded and deposited in like manner as the Equipment Trust Agreement and the Lease.

4. Except as amended hereby, the Equipment Trust Agreement and the Lease shall remain unaltered and in full force and effect.

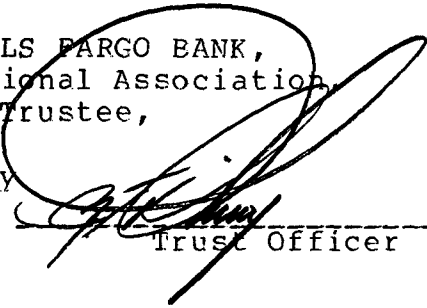
5. This Supplement No. 1 may be executed in counterparts, and it shall not be necessary for each party to execute the same counterpart so long as each party shall execute one counterpart which shall be delivered to the other parties hereto, provided, however, that the counterpart delivered

to the Trustee shall be deemed to be the original counterpart.

IN WITNESS WHEREOF, the parties hereto have caused their names to be signed hereto by their respective officers thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed as of the day and year first above written.

WELLS FARGO BANK,
National Association
as Trustee,

by


Trust Officer

[Corporate Seal]

Attest:


Assistant Secretary

EXCHANGE NATIONAL BANK OF CHICAGO,

by

Vice President

[Corporate Seal]

Attest:

Assistant Trust Officer

CANADIAN NATIONAL RAILWAY COMPANY,

by

Vice President

[Corporate Seal]

Attest:

Secretary

STATE OF CALIFORNIA,)
) ss.:
CITY AND COUNTY OF SAN FRANCISCO,)

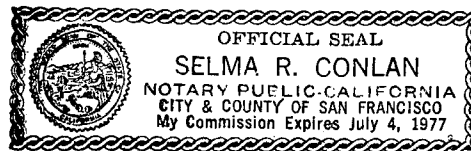
On this 14th day of July 1975, before me
personally appeared **R. T. DREILING**,

to me personally known, who, being by me duly sworn, says
that he is a Trust Officer of WELLS FARGO BANK, National
Association, that one of the seals affixed to the foregoing
instrument is the corporate seal of said national banking
association, that said instrument was signed and sealed
on behalf of said national banking association by authority
of its By Laws, and they acknowledged that the execution
of the foregoing instrument was the free act and deed of
said national banking association.

My Commission expires

Selma R. Conlan
Notary Public

[NOTARIAL SEAL]



STATE OF ILLINOIS,)
) ss.:
COUNTY OF COOK,)

On this day of 1975, before me
personally appeared ,
to me personally known, who, being by me duly sworn, says
that he is a Vice President of EXCHANGE NATIONAL BANK of
CHICAGO, that one of the seals affixed to the foregoing
instrument is the corporate seal of said national banking
association, that said instrument was signed and sealed
on behalf of said national banking association by authority
of its Board of Directors, and he acknowledged that the
execution of the foregoing instrument was the free act and
deed of said national banking association.

My Commission expires

Notary Public

[NOTARIAL SEAL]

PROVINCE OF QUEBEC,)
) ss.:
CITY OF MONTREAL,)

On this day of 1975, before me personally appeared ,
to me personally known, who, being by me duly sworn, says
that he is the of CANADIAN NATIONAL RAILWAY
COMPANY, that one of the seals affixed to the foregoing
instrument is the corporate seal of said corporation, that
said instrument was signed and sealed on behalf of said
corporation by authority of its Board of Directors, and
he acknowledged that the execution of the foregoing
instrument was the free act and deed of said corporation.

Commissioner of Oaths

[NOTARIAL SEAL]

SCHEDULE I--Equipment Trust Agreement

<u>Quantity</u>	<u>Type</u>	Identifying Numbers (both <u>inclusive</u>
630	100-ton 3800 cu. ft. Covered hopper cars, AAR Class LO	CNIS 368370- 368999

SCHEDULE II--Lease

<u>Quantity</u>	<u>Type</u>	Identifying Numbers (both <u>inclusive</u>
630	100-ton 3800 cu. ft. Covered hopper cars, AAR Class LO	CNIS 368370- 368999

SUPPLEMENT No. 1 dated as of July 1, 1975, among WELLS FARGO BANK, National Association, as Trustee (hereinafter called the Trustee), and EXCHANGE NATIONAL BANK OF CHICAGO (hereinafter called the Company), a National banking association organized under the laws of the United States, as Owner-Trustee pursuant to an Owner Trust Agreement dated as of May 1, 1974, with certain equity investors and CANADIAN NATIONAL RAILWAY COMPANY (hereinafter called the Lessee).

WHEREAS the Trustee and the Company have entered into an Equipment Trust Agreement dated as of May 1, 1974 (hereinafter called the Equipment Trust Agreement), covering the sale, assignment and transfer to the Trustee of title to the railroad equipment described in Schedule I thereto (hereinafter called the Equipment or the Units);

WHEREAS the Company and the Lessee have entered into a Lease of Equipment dated as of May 1, 1974 (hereinafter called the Lease), leasing the above-mentioned Units;

WHEREAS the Trustee and the Company now desire to supplement the Equipment Trust Agreement as provided therein to set forth the Equipment specifically covered thereby by deleting from Schedule I to the Equipment Trust Agreement certain Equipment described therein; and

WHEREAS the Company and the Lessee now desire to supplement the Lease as provided therein to set forth the Units specifically covered thereby by deleting from Schedule I to the Lease certain Units described therein;

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained, the parties hereto hereby agree as follows:

1. Schedule I of the Equipment Trust Agreement is hereby amended to include only the Equipment described in Schedule I hereto.

2. Schedule I of the Lease is amended to include only the Units described in Schedule II hereto.

3. The Company will promptly cause this Supplement No. 1 to be filed, recorded and deposited in like manner as the Equipment Trust Agreement and the Lease.

4. Except as amended hereby, the Equipment Trust Agreement and the Lease shall remain unaltered and in full force and effect.

5. This Supplement No. 1 may be executed in counterparts, and it shall not be necessary for each party to execute the same counterpart so long as each party shall execute one counterpart which shall be delivered to the other parties hereto, provided, however, that the counterpart delivered

to the Trustee shall be deemed to be the original counterpart.

IN WITNESS WHEREOF, the parties hereto have caused their names to be signed hereto by their respective officers thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed as of the day and year first above written.

WELLS FARGO BANK,
National Association,
as Trustee,

by

Trust Officer

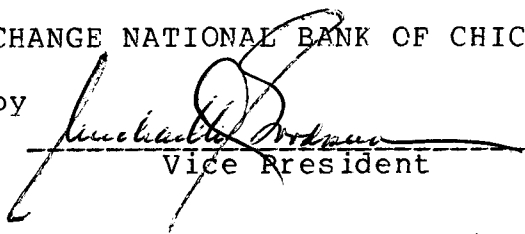
[Corporate Seal]

Attest:

Assistant Secretary

EXCHANGE NATIONAL BANK OF CHICAGO,

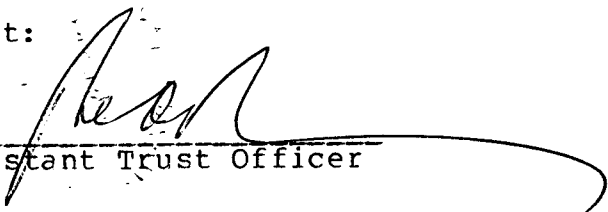
by



Vice President

[Corporate Seal]

Attest:



Assistant Trust Officer

CANADIAN NATIONAL RAILWAY COMPANY,

by

Vice President

[Corporate Seal]

Attest:

Secretary

STATE OF CALIFORNIA,)
) ss.:
CITY AND COUNTY OF SAN FRANCISCO,)

On this day of 1975, before me
personally appeared ,
to me personally known, who, being by me duly sworn, says
that he is a Trust Officer of WELLS FARGO BANK, National
Association, that one of the seals affixed to the foregoing
instrument is the corporate seal of said national banking
association, that said instrument was signed and sealed
on behalf of said national banking association by authority
of its By Laws, and they acknowledged that the execution
of the foregoing instrument was the free act and deed of
said national banking association.

My Commission expires

Notary Public

[NOTARIAL SEAL]

STATE OF ILLINOIS,)
) ss.:
COUNTY OF COOK,)

On this 16 day of July 1975, before me personally appeared MICHAEL D. GOODMAN, to me personally known, who, being by me duly sworn, says that he is a Vice President of EXCHANGE NATIONAL BANK of CHICAGO, that one of the seals affixed to the foregoing instrument is the corporate seal of said national banking association, that said instrument was signed and sealed on behalf of said national banking association by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said national banking association.

My Commission expires 5/27/79

Norma Schuppelona
Notary Public

[NOTARIAL SEAL]

PROVINCE OF QUEBEC,)
) ss.:
CITY OF MONTREAL,)

On this day of 1975, before me personally appeared ,
to me personally known, who, being by me duly sworn, says
that he is the of CANADIAN NATIONAL RAILWAY
COMPANY, that one of the seals affixed to the foregoing
instrument is the corporate seal of said corporation, that
said instrument was signed and sealed on behalf of said
corporation by authority of its Board of Directors, and
he acknowledged that the execution of the foregoing
instrument was the free act and deed of said corporation.

Commissioner of Oaths

[NOTARIAL SEAL]

SCHEDULE I--Equipment Trust Agreement

<u>Quantity</u>	<u>Type</u>	<u>Identifying Numbers (both inclusive</u>
630	100-ton 3800 cu. ft. Covered hopper cars, AAR Class LO	CNIS 368370- 368999

SCHEDULE II--Lease


<u>Quantity</u>	<u>Type</u>	<u>Identifying Numbers (both inclusive)</u>
630	100-ton 3800 cu. ft. Covered hopper cars, AAR Class LO	CNIS 368370- 368999

SUPPLEMENT No. 1 dated as of July 1, 1975, among WELLS FARGO BANK, National Association, as Trustee (hereinafter called the Trustee), and EXCHANGE NATIONAL BANK OF CHICAGO (hereinafter called the Company), a National banking association organized under the laws of the United States, as Owner-Trustee pursuant to an Owner Trust Agreement dated as of May 1, 1974, with certain equity investors and CANADIAN NATIONAL RAILWAY COMPANY (hereinafter called the Lessee).

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WHEREAS the Company and the Lessee have entered into a Lease of Equipment dated as of May 1, 1974 (hereinafter called the Lease), leasing the above-mentioned Units;

WHEREAS the Trustee and the Company now desire to supplement the Equipment Trust Agreement as provided therein to set forth the Equipment specifically covered thereby by deleting from Schedule I to the Equipment Trust Agreement certain Equipment described therein; and



WHEREAS the Company and the Lessee now desire to supplement the Lease as provided therein to set forth the Units specifically covered thereby by deleting from Schedule I to the Lease certain Units described therein;

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained, the parties hereto hereby agree as follows:

1. Schedule I of the Equipment Trust Agreement is hereby amended to include only the Equipment described in Schedule I hereto.

2. Schedule I of the Lease is amended to include only the Units described in Schedule II hereto.

3. The Company will promptly cause this Supplement No. 1 to be filed, recorded and deposited in like manner as the Equipment Trust Agreement and the Lease.

4. Except as amended hereby, the Equipment Trust Agreement and the Lease shall remain unaltered and in full force and effect.

5. This Supplement No. 1 may be executed in counterparts, and it shall not be necessary for each party to execute the same counterpart so long as each party shall execute one counterpart which shall be delivered to the other parties hereto, provided, however, that the counterpart delivered



to the Trustee shall be deemed to be the original counterpart.

IN WITNESS WHEREOF, the parties hereto have caused their names to be signed hereto by their respective officers thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed as of the day and year first above written.

WELLS FARGO BANK,
National Association,
as Trustee,

by

Trust Officer

[Corporate Seal]

Attest:

Assistant Secretary

EXCHANGE NATIONAL BANK OF CHICAGO,

by

Vice President

[Corporate Seal]

Attest:

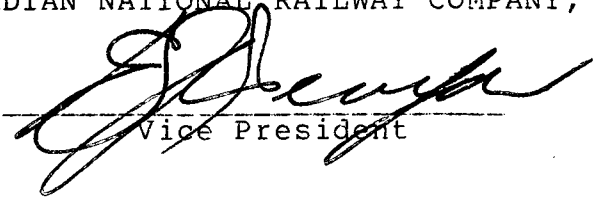
Assistant Trust Officer





CANADIAN NATIONAL RAILWAY COMPANY,

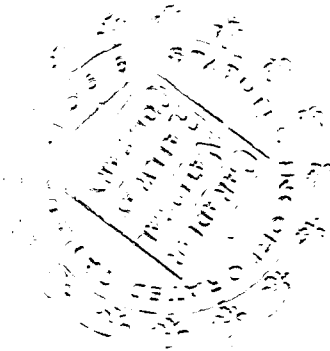
by


Vice President

[Corporate Seal]

Attest:


ASSISTANT Secretary



STATE OF CALIFORNIA,)
) ss.:
CITY AND COUNTY OF SAN FRANCISCO,)

On this day of 1975, before me
personally appeared ,
to me personally known, who, being by me duly sworn, says
that he is a Trust Officer of WELLS FARGO BANK, National
Association, that one of the seals affixed to the foregoing
instrument is the corporate seal of said national banking
association, that said instrument was signed and sealed
on behalf of said national banking association by authority
of its By Laws, and they acknowledged that the execution
of the foregoing instrument was the free act and deed of
said national banking association.

My Commission expires

Notary Public

[NOTARIAL SEAL]

STATE OF ILLINOIS,)
) ss.:
COUNTY OF COOK,)

On this day of 1975, before me personally appeared ,
to me personally known, who, being by me duly sworn, says
that he is a Vice President of EXCHANGE NATIONAL BANK of
CHICAGO, that one of the seals affixed to the foregoing
instrument is the corporate seal of said national banking
association, that said instrument was signed and sealed
on behalf of said national banking association by authority
of its Board of Directors, and he acknowledged that the
execution of the foregoing instrument was the free act and
deed of said national banking association.

My Commission expires

Notary Public

[NOTARIAL SEAL]

PROVINCE OF QUEBEC,)
) ss.:
CITY OF MONTREAL,)

On this 24th day of July 1975, before me personally appeared E. J. Deryar, to me personally known, who, being by me duly sworn, says that he is ~~the~~ Vice-President of CANADIAN NATIONAL RAILWAY COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Jeanne Martel
Commissioner of Oaths

[NOTARIAL SEAL]

JEANNE MARTEL
COMMISSIONER FOR OATHS
DISTRICT OF MONTREAL

SCHEDULE I--Equipment Trust Agreement

<u>Quantity</u>	<u>Type</u>	Identifying Numbers (both <u>inclusive</u>
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SCHEDULE II--Lease

<u>Quantity</u>	<u>Type</u>	<u>Identifying Numbers (both inclusive)</u>
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